

BENESCH FRIEDLANDER
COPLAN & ARONOFF LLP
Stuart A. Laven, Jr. (SL-9838)
David M. Neumann
2300 BP Tower
200 Public Square
Cleveland, OH 44114-2378
(216) 363-4500

Attorneys for Eaton Corporation

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:

Chapter 11

DELPHI CORPORATION, et. al.,

Case No. 05-44481 (RDD)

Debtors.

(Jointly Administered)

EATON CORPORATION'S OBJECTION TO PROPOSED CURE AMOUNT

Contract Counterparty:	Eaton Corporation
Contract No:	D0550063186
Debtors' Proposed Cure Amount:	\$82,949.33

For its Objection ("Objection") to the Debtors' Proposed Cure Amount of \$82,949.33 (the "Proposed Cure") in respect of the proposed assumption of Contract No. D0550063186 (the "Contract"), Eaton Corporation ("Eaton") states as follows:

1. Eaton is an ongoing supplier to the Debtors of various automotive components and subcomponents pursuant to purchase orders and certain agreements, including the Contract.

2. Eaton has reviewed its books and records in respect of the Contract and the Debtors' Proposed Cure and has determined, subject to further, detailed investigation, that the Proposed Cure is incorrect in amount.

3. As set forth in the spreadsheet annexed hereto as Exhibit A, Eaton submits that the amount required to cure defaults under the Contract as required by Bankruptcy Code section 365(b) is \$93,689.51.

4. Eaton reserves its right to amend its cure calculation upon further investigation, and further reserves all of its other rights and remedies under the Bankruptcy Code and other applicable law.

WHEREFORE, Eaton respectfully requests that the Court establish \$93,689.51 as the amount required to cure defaults under the Contract as required by Bankruptcy Code section 365(b) and grant Eaton such other relief as the Court deems just and proper.

Dated: Cleveland, OH
January 11, 2008

Respectfully submitted,

/s/ Stuart A. Laven, Jr.
Stuart A. Laven, Jr.
BENESCH FRIEDLANDER COPLAN
& ARONOFF LLP
Stuart A. Laven, Jr. (SL-9838)
David M. Neumann
2300 BP Tower
200 Public Square
Cleveland, OH 44114-2378
(216) 363-4500
slaven@bfca.com
dneumann@bfca.com

Attorneys for Eaton Corporation

Certificate of Service

The foregoing *Eaton Corporation's Objection to Proposed Cure Amount* was sent via regular U.S. Mail on January 11, 2008 to the following parties:

Honorable Robert D. Drain,
United States Bankruptcy Judge
One Bowling Green
Room 632
New York, NY 10004

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attention: General Counsel

Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
Attention: John K. Lyons and Ron E. Meisler

Davis Polk & Wardwell
450 Lexington Avenue
New York, NY 10017
Attention: Donald Bernstein and Brian Resnick

Latham & Watkins LLP
885 Third Avenue
New York, NY 10022
Attention: Robert J. Rosenberg and Mark A. Broude

Fried, Frank, Harris, Shriver & Jacobson LLP
One New York Plaza
New York, NY 10004
Attention: Bonnie Steingart

White & Case LLP
Wachovia Financial Center
200 South Biscayne Boulevard
Suite 4900
Miami, FL 33131
Attention: Thomas E. Lauria

White & Case LLP
1155 Avenue of the Americas
New York, NY 10036
Attention: Glenn M. Kurtz and Gregory Pryor

Office of the United States Trustee for the Southern
District of New York
33 Whitehall Street, Suite 2100
New York, NY 10004
Attention: Alicia M. Leonhard

/s/ Stuart A. Laven, Jr.

9-Jan-08

\$93,689.51

